### EXHIBIT B

Gregg M. Galardi, Esq.
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SKADDEN, ARPS, SLATE, MEAGHER &
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- and -

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Counsel to the Debtors and Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

				· x		
				:	Chapter 11	
In re:				:		
				:	Case No. 08-35653	(KRH)
CIRCUIT	CITY	STORES,	INC.,	:		
<u>et al</u> .,				:	Jointly Administe:	ređ
				:		
		Debto	rs.	:		
			- <b></b> -	×		

AFFIDAVIT IN SUPPORT OF EMPLOYMENT OF SULLIVAN & WORCESTER LLP AS A PROFESSIONAL UTILIZED IN THE ORDINARY COURSE OF BUSINESS

COMMONWEALTH OF MASSACHUSETS	)	
	)	ss:
COUNTY OF SUFFOLK	)	

DAVID J. NAGLE, being duly sworn, deposes and says:

Worcester LLP (the "Firm"), which has been employed by the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors") in the ordinary course of their business. The Debtors wish to retain the Firm to continue providing such ordinary-course services during their chapter 11 cases. This Affidavit is submitted in compliance with the Order Granting Debtors' Motion For Order Pursuant To Bankruptcy Code Sections 105(A), 327, 330 And 331 Authorizing Debtors To Employ Professionals Utilized In The Ordinary Course Of Business (the "OCB Professionals Order").

The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSStuff, LLC (9263), Mayland MN, LLC (6116), Courcheval, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512). The address for Circuit City Stores West Coast, Inc. is 9250 Sheridan Boulevard, Westminster, Colorado 80031. For all other Debtors, the address is 9950 Mayland Drive, Richmond, Virginia 23233.

- 2. The Firm was provided with a list of interested parties, a copy of which is annexed hereto as Exhibit 1, and conducted a search of Firm's records to identify instances of adversity with the Debtors on behalf of the any such parties. Based on that search, neither I, the Firm, nor any partner, counsel, or associate thereof, insofar as I have been able to ascertain, has any connection with the Debtors, their creditors or stockholders, or any party in interest herein, except as set forth hereinafter:
  - (a) The Firm represents Staples, The Office Superstore Inc. as creditor or other interested party in the Debtors' Chapter 11 cases. Staples has consented to the Firm's representation of the Debtors.
  - (b) The Firm represents, or has represented, those parties listed on Exhibit 2 annexed hereto in matters totally unrelated to the Debtors' Chapter 11 cases.
- 3. The Firm does not represent or hold any interest adverse to the Debtors or their estates with respect to the engagement for which we are to be retained.

- 4. Prior to the filing of the Debtors'
  Chapter 11 cases, the Firm represented the Debtors with respect to certain Massachusetts tax matters. At the time of bankruptcy, the Firm had unpaid invoices in the amount of approximately \$1,816.
- This Firm and certain of its partners, counsel, and associates may have in the past represented, currently represent, and may in the future represent entities that are claimants or equity security holders of the Debtors in matters totally unrelated to the Debtors' chapter 11 cases. None of those past or current representations are material in our representation of the Debtors in tax matters. intends to apply for compensation for professional services rendered in connection with these chapter 11 cases directly to the Debtors, in accordance with the OCB Professionals Order, with such application to request compensation for services based on the hourly rates set forth below, plus reimbursement of actual and necessary expenses and other charges incurred by the Firm, The principal attorneys and paralegals/other

professionals designated to represent the Debtors and their current standard hourly rates are:

- 6. David J. Nagle \$575

  Sarah D. Wellings \$350

  Jonathan Stein \$305

  Daniel C. Nir \$235
- 7. The rates set forth above are subject to periodic adjustments to reflect economic and other conditions. Such rates are the Firm's standard rates for work of this nature. The rates are set at a level designed to fairly compensate the Firm for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. It is the Firm's policy to charge its clients in all areas of practice for all other expenses incurred in connection with a client's case. The expenses charged to clients include, among other things, long distance telephone charges, fax charges, postage, delivery charges, reproduction costs, secretarial overtime, computer research charges, filing fees, court reporter charges, expert witness or consultant fees, travel expenses, and, in general, all identifiable expenses that would not have been incurred

except for representation of a particular client. The Firm will charge the Debtors for such expenses in a manner and at rates consistent with charges made generally to the Firm's other clients.

8. Except as provided in the OCB
Professionals Order, no representations or promises have
been received by the Firm as to compensation in
connection with these cases other than in accordance
with the provisions of the Bankruptcy Code. The Firm
has no agreement with any other entity to share with
such entity any compensation received by the Firm in
connection with these chapter 11 cases.

WHEREFORE, affiant respectfully submits this

Affidavit in Support of Employment of Sullivan &

Worcester LLP as a Professional Utilized in the Ordinary

Course of Business.

David J. Nagle

Partner

Sullivan & Worcester LLP One Post Office Square

Boston, MA 02109

Telephone: (617) 338-2873

Facsimile: (617) 338-2880

Sworn to before me this 23rd day of February, 2010.

Notary Public
My Commission Expires: Aug. 34, 2012

#### Interested Parties

#### The Debtors

Abbott Advertising Agency, Inc. CC Aviation, LLC CC Distribution Company of Virginia, Inc. Circuit City Properties, LLC Circuit City Purchasing Company, Circuit City Stores, Inc.

Circuit City Stores PR, LLC Circuit City Stores West Coast,

Courcheval, LLC InterTAN, Inc. Kinzer Technology, LLC Mayland MN, LLC Orbyx Electronics, LLC Patapsco Designs, Inc. Prahs, Inc. Sky Venture Corporation

Ventoux International, Inc.

Non-Debtor Affiliates

XS Stuff, LLC

Asian Sourcing & Procurement Services Co. Ltd. Circuit City Global Sourcing Ltd Early Adopter Fund, LLC InterTAN Canada, Ltd InterTAN France SNC InterTAN Ontario Ltd. PlumChoice, Inc. Sixth Street Marketplace, LP St. Tammany Oaks Subdivision Association LLC Theater Xtreme Entertainment Group,

#### Directors and Officers

Baldyga, Lisa Barretta, Henry P. Besanko, Brue H. Bossin, Alan Bradley, Brian S. Breitenbecher, Kelly E. Brill, Ronald M. Byrd, Carolyn H. Cuthbertson, Ron Daoust, Ean Dunn, Philip J. Fairbairn, Ursula O. Feigin, Barbara S. Foss, Michael E. Grove, Jacqueline Hardymon, James F.

Harlow, John T. Hedgebeth, Reginald D. Heidemann, Lyle G. Jonas, Eric A., Jr. Kane, Alan Kelly, John J. King, Alan B. Kornstein, Don R. Ma, Jeric Marcum, James A. McDonald, Jeffrey A. Mosier, Michelle Mulleady, John Oakey, John A., III Owen, Linda M. Pappas, Steven P. Ramsey, Daniel W. Mith, Marlies A. Salovaara, Mikael Schoonover, Philip J. Spainhour, J. Patrick Spurling, Richard D. Stone, Jeffrey S. Swidler, Gerald L. Turner, Ronald L. Wahle, Elliot Wong, Mark J. Woo, Carolyn Y.

## Businesses Affiliated with

# Directors

#### and Officers

AFC Enterprises Air Products and Chemicals Inc. Aon Corporation Bally Total Fitness Holding Corporation Centex Corporation Home Depot International Iconix Brand Group Inc. Lexmark International Inc. Nisource Inc. Pan American Life Insurance Stride Rite Sourcing International Sunoco Inc. Textron Lycoming Corporation The Brink's Company The Servicemaster Company True Value Company Varsity Brands Inc. VF Corporation Wabco Holdings

## Significant Shareholders

J. Richard Atwood

Classic Fund Management
Aktiengesellschaft
First Pacific Advisors LLC
HBK Investments LP
HBK Management LLC
HBK Master Fund
HBK Master Fund LP
HBK Partners II LP
HBK Services LLC
Robert L Rodriguez
Mark J Wattles

## Prepetition and Postpetition

Secured Lenders
Ableco Finance LLC
Bank of America, N.A.
Burdale Finance Ltd.
Capital One Leverage Finance
Corporation
Crystal Capital
Fifth Third Bank
General Electric Capital
Corporation
GMAC Commercial Finance LLC
JPMorgan Chase Bank, N.A.

JPMorgan Chase Bank, N.A.
National City Business Credit, Inc.
PNC Bank, N.A.
SunTrust Bank
Textron Financial Corporation
UBS Loan Finance LLC
UPS Capital Corporation
Wachovia Capital Finance
Corporation
Webster Financial Corporation

Wells Fargo Retail Finance, LLC

#### Merchandise Creditors

Alliance Entertainment Apple Audiovox Belkin Logistics Inc. Buena Vista Home Video Columbia Tristar Home Video Dlink Systems Eastman Kodak Company Electronic Arts Epson America Inc. Fox Home Entertainment Fuji Photo Film USA Garmin International Inc. Hewlett-Packard Hisense USA Corporation Kingston Technologies Klipsch Audio Technologies, LLC Lenovo, Inc. Lexmark International Inc. Linksys

Logitech Inc. Microsoft Corporation Microsoft Xbox Mitsubishi Digital Electronics Monster Cable Products Nikon Inc. Olympus Corporation Omnimount Systems Inc. Oncorp US, Inc. Onkyo USA Corporation Panasonic North America Paramount Home Video Pioneer Electronics (USA) Inc Samsung Electronics America Inc. Samsung Opto Electronics Inc. Sandisk Corporation Sharp Electronics Corporation Sony Computer Entertainment Sony Electronics Inc. Stillwater Designs Inc. THQ Inc. Tomtom Inc. Toshiba America Consumer Products Toshiba Computer Systems Division Universal Distribution Records Vizio Warner Home Video Western Digital Technologies Zenith Electronics Corporation

#### Vendors and Major Contract Parties

Alpha Security Products American Systems Corporation Andrews Electronics Inc. Bailiwick Data Systems Inc. CDW Direct LLC Clay Inc, Bruce Clickit Inc. Cormark Inc. Corporate Express Corporate Facilities Group Cosco DC Power Solutions Eastern Security Corporation Eleets Logistics Ereplacements LLC Fire Materials Group LLC Gorilla Nation Media Graphic Communications Illinois Wholesale Cash Register Innerworkings LLC J&F Mfg Inc JLG Industries Inc. Nextag NFL Enterprises LLC North American Roofing Systems Inc. Northern Wire Productions

Orbis Corporation Pricegrabber.Com LLC PTR Compactor & Baler Company Quebecor World KRI Retail Maintenance Services LLC Samsung Electronics America Inc. Shopping.Com Inc. Shopzilla Inc. Specificmedia Inc. Standard Electric Streater Inc. Swiff Train Company Trane Tremor Media Universal Fixtures & Display US Signs USIS Commercial Services Inc. Vance Baldwin Vanguard Products Group Inc. Vector Security Virginia Electronic Components Wayne Dalton Corporation Weather Channel Interactive, The

#### Fifty Largest Unsecured Creditors

Advertising.com Alliance Entertainment Apex Digital Inc Audiovox Belkin Logistics Inc. Bethesda Softworks Buena Vista Home Video Columbia Tristar Home Video Dlink Systems Eastman Kodak Company Fox Home Entertainment Fuji Photo Film USA Garmin International Inc. Graphic Communications Hewlett-Packard Hisense USA Corporation IBM Strategic Outsourcing Wire Incomm Kensington Computer Products Group Kingston Technologies Klipsch Audio Technologies LLC Lenovo, Inc. Lexar Media Inc. Lexmark International Inc. Linksys Microsoft Corp Consignment Microsoft Xbox Consignment Mitac USA Inc. Mitsubishi Digital Electronics

Monster Cable Products

Navarre Consignment Navarre Corporation Nikon Inc. Olympus Corporation Omnimount Systems Inc. Oncorp US, Inc. Onkyo USA Corporation Panasonic North America Paramount Home Video Pioneer Electronics (USA) Inc. Samsung Electronics America Sandisk Corporation Sharp Electronics Corporation Simpletech Sony Computer Entertainment Sony Electronics Inc. Stillwater Designs Inc. THQ Inc. (ValuSoft) Toshiba America Business Solutions Toshiba America Consumer Products Toshiba Computer Systems Division Vizio Vtech Communications Inc. Vtech Electronics Warner Home Video Zenith Electronics Corporation

#### Consignors

foneGear
Intuit Inc.
Memorex Products, Inc.
Navarre Corporation
Panasonic Consumer Electronics
Company
Pinnacle Systems, Inc. (Avid Tech
Inc.)
THQ Inc. (ValuSoft)

# Credit Card Companies and/or

## Processors

American Express
Chase Bank, USA
Discover Card
IPS Card Solutions, Inc.
MasterCard
ValueLink
Visa Inc.

#### Insurers

American Empire Excess & Surplus
Lines
American Home Assurance Company
Arch Insurance Group
Axis Reinsurance Company
Axis Surplus Insurance Company
Chubb

CNA Global Specialty Lines Continental Casualty Company Essex Insurance Company Executive Risk Indemnity Inc. Federal Insurance Company Fireman's Fund Insurance Company Glacier Re Global Aerospace, Inc. Global Excess Partners Great American Assurance Company Great American Insurance Company Industrial Risk Insurers Integon Specialty Insurance Company Lancashire Insurance Company (UK) Landmark American Insurance Company Lexington Insurance Company Liberty Mutual Fire Insurance Company Lloyds of London National Liability & Fire Insurance Company National Union Fire Insurance Company Ohio Casualty Insurance Company Old Republic Risk Management Inc. Princeton Excess & Surplus Lines Insurance Co. RSUI Indemnity Company St. Paul Mercury Insurance Company State National Insurance Company Westchester Surplus Lines Insurance Company XL Specialty Insurance Company Zurich American Insurance Company

#### Third Party Administrators

Aetna Life Insurance Company Alliance Entertainment Corporation American Express Travel Related Services Company American Express Trust Company Aon Inc. Assurant Inc. Avista Advantage, Inc. Beecher Carlson Insurance Services Computerized Waste Systems CTSI E-Count Empire Blue Cross Blue Shield Hewitt Associates LLC Jardine Lloyd Thompson Canada Kaiser Permanente Marsh USA, Inc. Medco Health Solutions Mercer Insurance Group

Mid-Atlantic Vision Service Plan, Inc. Navigant Consulting, Inc Specialty Risk Services Tangoe, Inc. Triple-S Management Corporation Vision Service Plan Wachovia Bank, N.A.

#### Utility Providers

Accent Energy American Electric Power Company American Water Company Alabama Gas Corporation Alabama Power Alameda County Water District Albemarle County Service Authority Albuquerque Bernalillo County Water Alderwood Water District Allegheny Power Alliant Energy/WP&L Alltel Altoona City Authority Ameren CIPS Ameren UE Ameren CILCO Ameren IP American Water & Energy Savers American Water Service, Inc. Anne Arundel County Water and Wastewater Anniston Water Works, AL Arizona Public Service Aqua New Jersey Aquarion Water Company of CT Aquila, Inc. Arch Wireless Arkansas Oklahoma Gas Corporation Arkansas Western Gas Company Artesian Water Company, Inc. Ashwaubenon Water & Sewer Utility AT&T AT&T (Ameritech) AT&T (Bellsouth) AT&T (Pacific Bell) AT&T (SNET) AT&T (Southwestern Bell) AT&T Mobility Athens Clarke County, GA Athens-Clarke County Stormwater Utility Atlantic City Electric Atmos Energy Augusta Utilities Department Aurora Water Austell Natural Gas System

Autoridad de Acueductos y	City of Alcoa Utilities, TN
Alcantarillado	City of Alexandria, LA
Autoridad de Energia Electrica	City of Altamonte Springs, FL
Avaya	City of Amarillo, TX
Avista Utilities	City of Ammon, ID
Bangor Gas, ME	City of Ann Arbor Treasurer, MI
Bangor Hydro Electric Company	City of Ardmore, OK
Bangor Water District	City of Arlington, TX
Bay State Gas	City of Asheville, NC
Bell South	City of Atlanta, GA-Dept of
Bellevue City Treasurer, WA	Watershed Mg
Belmont County Sanitary Sewer	City of Austin, TX
District, OH	City of Avondale, AZ
Bexar County WCID	City of Baltimore, MD
Baltimore Gas & Electric	City of Batavia, IL
Board of Public Utilities-Cheyenne,	City of Beaumont, TX
WY	City of Berwyn, IL
Board of Water Supply/HI	City of Bethlehem, PA
Board of Water Works of Pueblo, CO	City of Bloomington, IL
Borough of Chambersburg, PA	City of Bloomington, MN
Braintree Electric Light Department	City of Boca Raton, FL
Braintree Water & Sewer Dept	City of Boulder, CO
Brazoria County MUD #6	City of Boynton Beach, FL/Utilities
Brick Township Municipal Utilities	Dept Dept Dept Dept Dept
Brighthouse Networks	City of Brea, CA
Brownsville Public Utilities Board	City of Bridgeport, WV
Brunswick-Glynn County, GA	City of Brighton, MI
Bucks County Water & Sewer	City of Brockton, MA
Authority	City of Brookfield, WI
California Water Service-	City of Buford, GA
Bakersfield	City of Burbank, CA
Canton Township Water Dept, MI	City of Burnsville, MN
Cape Fear Public Utility Authority	City of Calumet City, IL
Cascade Natural Gas	City of Cape Coral, FL
Center Township Water & Sewer	City of Carmel, IN
Authority	City of Cedar Hill, TX
CenterPoint Energy Services Inc.	City of Cedar Park, TX
Central Georgia EMC	City of Chandler, AZ
Central Hudson Gas & Electric	City of Charlottesville, VA
Company	City of Chicago, IL Dept. of Water
Central Maine Power	City of Clearwater, FL
CenturyTel	City of Cocoa, FL
Charleston Water System	City of Colonial Heights, VA
Charlotte County Utilities	City of Columbia, MO
Charter Communications	City of Columbia, SC
Charter Township of Bloomfield, MI	City of Columbus, OH
Charter Township of Meridian, MI	City of Concord, NC
Chattanooga Gas Company	City of Concord, NH
Chesapeake Utilities	City of Coon Rapids, MN
Chesterfield County Utilities	City of Coral Springs, FL
Department	City of Corpus Christi, TX-Utility
Cheyenne Light, Fuel & Power	Busing
Cincinnati Bell	City of Countryside, IL
Citizens Gas & Coke Utility	City of Covina, CA
Citrus Heights Water District	City of Crystal Lake, IL
City and County of Denver, CO	City of Cuyahoga Falls, OH
City of Abilene, TX	City of Dallas, TX
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City of Daly City, CA	City of League City, TX
City of Danbury, CT	City of Leominster, MA
City of Daphne, AL	City of Lewisville, TX
City of Daytona Beach, FL	City of Livermore, CA
City of Dearborn, MI	City of Long Beach, CA
City of Decatur, IL	City of Longview, TX
City of Denton, TX	City of Lufkin, TX
City of Dover, DE	City of Lynnwood, WA
City of Durham, NC	City of Madison Heights, MI
City of East Point, GA	City of Mansfield, TX
City of Escondido, CA	City of Manteca, CA
City of Falls Church, VA	City of Maple Grove, MN
City of Fayetteville, AR	City of Marion, IL
City of Florence, SC	City of Martinsville, VA
City of Folsom, CA	City of McHenry, IL
City of Fort Lauderdale, FL	City of McKinney, TX
City of Fort Myers, FL/340	City of Melbourne, FL
City of Fort Smith, AR	City of Merced
City of Fredericksburg, VA	City of Meriden Tax Collector, CT
City of Fresno, CA	City of Mesa, AZ
City of Frisco, TX	City of Mesquite, TX
City of Fullerton, CA	City of Midland, TX
City of Garland Utility Services	City of Midwest City, OK
City of Gastonia, NC	City of Millville, NJ
City of Glendale, CA - Water &	City of Minnetonka, MN
Power	City of Modesto, CA
City of Goodyear, AZ	City of Monrovia, CA
City of Grand Rapids, MI	City of Montebello, CA
City of Grandville, MI	City of Morgan Hill, CA
City of Groveland, FL	City of Muskegon, MI
City of Groveland, FL	City of Myrtle Beach, SC
City of Gulfport, MS	City of Naperville, IL
City of Harrisonburg, VA	City of Niles, OH
City of Hattiesburg, MS	City of Norman, OK
City of Hialeah, FL-Dept of Water &	City of North Canton, OH
Sewer	City of Norton Shores, MI
City of Hickory, NC	City of Norwalk, CA
City of High Point, NC	City of Novi, MI
City of Houston, TX -	City of OFallon, IL
Water/Wastewater	City of Oklahoma City, OK
City of Humble, TX	City of Olympia, WA
City of Huntington Beach, CA	City of Orange, CA
City of Hurst, TX	City of Orem, UT
City of Independence, MO	City of Oxnard, CA
City of Jacksonville, NC	City of Pasadena, CA
City of Joliet, IL	City of Pasadena, TX
City of Keene, NH	City of Pembroke Pines, FL
City of Keizer, OR	City of Pensacola, FL
City of Killeen, TX	City of Peoria, AZ
City of Kingsport, TN	City of Phoenix, AZ
City of La Habra, CA	City of Pittsburg, CA
City of Lafayette, IN	City of Plano, TX
City of Lake Charles, LA	City of Plantation, FL
City of Lake Worth, TX	City of Pontiac, MI
City of Lakewood, CA	City of Port Arthur, TX
City of Lakewood, CO	City of Port Richey, FL
City of Laredo, TX	City of Portage, MI

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City of Portland, OR	City of Virginia Beach, VA
City of Portsmouth, NH	City of Waco, TX
City of Raleigh, NC	City of Warner Robins, GA
City of Rancho Cucamonga, CA	City of Webster, TX
City of Redding, CA	City of West Jordan, UT
City of Richland, WA	City of West Palm Beach/Utilities
City of Richmond, VA	City of Westland, MI - Dept. 180701
City of Rochester Hills, MI	City of Wichita Falls, TX
City of Rockford, IL	City of Wichita Water Department,
City of Rockwall, TX	
<u>-</u>	KS
City of Roseville, CA	City of Wilmington, DE
City of Roseville, CA	City of Wilmington, NC
City of Roseville, MI	City of Winston-Salem, NC
City of Round Rock, TX	City of Woodbury, MN
City of Salisbury, NC	City of Yuma, AZ
City of San Bernardino, CA - Water	City Utilities (Fort Wayne, IN)
City of San Diego, CA	City Utilities of Springfield, MO
City of San Luis Obispo, CA	City Water & Light
City of Santa Barbara, CA	City Water Light & Power,
City of Santa Maria, CA	Springfield IL
City of Santa Monica, CA	Clackamas River Water
City of Santa Rosa, CA-Water &	Clarksville Department of
Sewer	Electricity
City of Savannah, GA	Clarksville Gas & Water Department
City of Sebring, FL	Clearwater Enterprises, L.L.C.
City of Selma, TX	Cleco Power LLC
City of Sherman, TX	Cleveland Utilities
City of Shreveport, LA-D O W A S	Coachella Valley Water District
City of Signal Hill, CA	Cobb County Water System
City of Slidell, LA	College Station Utilities - TX
City of Somerville, MA	Colorado Springs Utilities
City of Southaven, MS	Columbia Gas of Kentucky
City of Southlake, TX	Columbia Gas of Maryland
City of St. Cloud, MN	Columbia Power & Water Systems
City of St. Peters, MO	Columbus City Utilities
City of Steubenville, OH	Columbus Water Works
City of Sugar Land, TX	Com Ed
City of Summerville, Armuchee	Comcast
City of Sunnyvale, CA	Compton Municipal Water Dept
City of Tallahassee, FL - Util Dept	Con Edison
City of Tampa, FL	Con Edison Solutions
City of Taunton, MA	Connecticut Light & Power
City of Taylor, MI	Connecticut Natural Gas Corporation
City of Temple, TX	Connecticut Water Company
City of Thornton, CO	Connexus Energy
City of Toledo, OH	Consolidated Communications
City of Torrance, CA	Consolidated Mutual Water
City of Troy, MI	Consolidated Waterworks District #1
City of Tucson, AZ	Consumers Energy
City of Tukwila, WA	Contra Costa Water District
City of Tulsa, OK	County of Henrico, VA
City of Turlock, CA	Cox Communications
City of Tuscaloosa, AL	CPS Energy
City of Tyler, TX	Cucamonga Valley Water District
City of Vero Beach, FL	Dakota Electric Association
City of Victorville, CA	Davidson Telecom LLC
City of Vienna, WV	Dayton Power & Light

Delmarva Power DE/MD/VA Delta Charter Township, MI Denver Water Deptford Township MUA, NJ Direct Energy Division of Water, City of Cleveland OH Dixie Electric Cooperative Dominion East Ohio Dothan Utilities Douglasville-Douglas County GA DTE Energy Dublin San Ramon Services District Duke Energy Dupage County Public Works Duquesne Light Company East Bay Municipal Utility District East Brunswick Water Utility Eastern Municipal Water District Easton Suburban Water Authority Easylink Services Corporation El Paso Electric Company El Paso Water Utilities El Toro Water District Electric City Utilities/City of Anderson Electric Power Board-Chattanooga Elizabethtown Gas Elmira Water Board NY Elyria Public Utilities Embarq Communications Emerald Coast Utilities Authority Entergy Arkansas, Inc. Entergy Gulf States LA, LLC Equitable Gas Company Erie County Water Authority Evansville, IN Waterworks Dept Everett Utilities Fairfax Water - VA Fairfield Municipal Utilities Fairpoint Communications Fewtek Inc. First Utility District of Knox County Flint EMC, GA Flint Township-Board of Public Florence Water & Sewer Commission Florida City Gas Florida Power & Light Company Florida Public Utilities Co, DeBary Floyd County Water Department Fontana Water Company Fort Collins Utilities Fort Worth Water Dept, TX Frederick County Division of Utilities

Frontier Fruitland Mutual Water Company Gainesville Regional Utilities Gas South Geoff Patterson, Receiver of Taxes Georgia Power Golden State Water Company Grand Chute Utilities Grand Traverse County Dept of Pub Works Granite Telecommunications Greater Augusta Utility District, Greater Cincinnati Water Works Green Bay Water Utility Green Mountain Power Greene County - Department of Public Wor Greenville Utilities Commission, NC Greenville Water System, SC GreyStone Power Corporation Gulf Power Gwinnett Co. Water Resources Hamilton Township Hampton Roads Utility Billing Services Harker Heights Water Department, TX Harpeth Valley Utilities District Harrisonburg Electric Commission Hawaiian Electric Company, Inc. Hawaiian Telecom Hayward Water System Helix Water District Hernando County Utilities, FL Hicksville Water District Highland Sewer & Water Authority Highland Utilities Dept, IN Highlands Ranch Metro Districts Hillsborough County Water Resource Holland Board of Public Works Holland Charter Township, MI Holyoke Gas & Electric Department Holyoke Water Works, MA Huntsville Utilities, AL Idaho Power Imperial Irrigation District, CA Indian River County Utilities, FL Indianapolis Power & Light Indianapolis Water Company Insight Intercall Intermountain Gas Company Intermountain Rural Electric Association Irvine Ranch Water District

Jackson Electric Membership Corp, Jackson Energy Authority Jackson Water Collection, MI Jacksonville Electric Authority Jefferson County AL, Sewer Service Jefferson Parish, LA Jersey Central Power & Light Johnson City Power Board Johnson City Utility System Kansas City Power & Light Company Kansas Gas Service KCMO Water Services Department Keynote Red Alert Kissimmee Utility Authority Knoxville Utilities Board Kentucky Utilities Company Laclede Gas Company Lafayette Utilities Systems Lake Apopka Natural Gas District, Lake County Dept of Public Works, Lakehaven Utility District Lakeland Electric/City of Lakeland, FL Lansing Board of Water & Light Lee County Electric Cooperative Lincoln Electric System Long Island American Water, NY Long Island Power Authority Los Angeles County Dept. of Public Works Los Angeles Dept of Water & Power Loudoun Water Louisville Water Company Lubbock Power Light & Water Lycoming County Water & Sewer Authority Macon Water Authority Madison Gas and Electric - WI Madison Suburban Utility District Madison Water/Sewer/Storm Utilities, WI Manchester Water Works Marin Municipal Water District Martin County Utilities McAllen Public Utilities -TX Manatee County Utilities Cust Serv Medford Water Commission, OR Memphis Light, Gas & Water Division Merced Irrigation District Merchantville - Pennsauken Met-Ed Metro

Metro Technology, Inc. (AL) Metro Water Services TN Metropolitan St. Louis Sewer District Miami-Dade Water and Sewer Dept. MidAmerican Energy Company Mid-Carolina Electric Cooperative Middle Tennessee Electric Membership Milwaukee Water Works Mishawaka Utilities Mississippi Power Missouri Gas Energy Mobile Area Water & Sewer System Modesto Irrigation District Monroe County Water Authority Monte Vista Water District Montgomery Water Works Mount Laurel Municipal Utilities Mount Pleasant Waterworks, SC Mountaineer Gas Nashville Electric Service National Fuel National Grid Nevada Power Company New Braunfels Utilities, TX New England Gas Company New England Water Utility Services, New Hampshire Gas Corporation New Jersey Natural Gas Company New Mexico Utilities, Inc. Newport News Waterworks Nextel Communications Nicor Gas Transportation Nicor Gas Northern Indiana Public Service Company North Attleborough Electric North Attleborough Public Works North Little Rock Electric North Shore Gas North State Communications North Wales Water Authority Northampton Borough Municipal Authority Northern Utilities Natural Gas Northern Virginia Electric Cooperative NSTAR/ NW Natural NYC Water Board New York State Electric & Gas O.C.W.S. Okaloosa County Ocala Electric Utility, FL Oceanic Time Warner Cable

Onondaga County Water Authority

Oklahoma Gas & Electric Service Ohio Edison Oklahoma Natural Gas Company Olivenhain Municipal Water District Ontario Water Works Orange and Rockland Utilities Orange County Utilities Orlando Utilities Commission Orwell Natural Gas Company Ozarks Electric Cooperative Corporation Pacific Gas & Electric Pacific Power-Rocky Mountain Power Paducah Power System Panama City Utilities Department , FLParker Water & Sanitation District Paulding County Water, GA Pearl River Valley EPA Peco Energy Company Pedernales Electric Cooperative, Inc. Penelec Pennichuck Water Works, Inc. Peoples Gas PEPCO (Potomac Electric Power Company) Philadelphia Gas Works Piedmont Natural Gas-Nashville Gas Pinellas County, FL-Utilities Plaza Mill Limited PNM Electric & Gas Services Portland General Electric Portland Water District - ME PPL Utilities Prattville Water Works Board Progress Energy Carolinas, Inc Providence Water Public Service Electric & Gas Company PSNC Energy (Public Service Company Public Service of New Hampshire Public Works Commission, City of Fayetteville Puerto Rico Telephone Puget Sound Energy Prince William County Services Questar Gas Qwest Racine Water & Wastewater Utilities, WI Rancho California Water District Regional Water Authority, CT Research In Motion Rochester Gas & Electric Ritter Communications

Riverdale City Corporation Riverside Public Utilities, CA Roanoke Gas Company Rocky Mount Public Utilities Sacramento County Utilities Sacramento Municipal Utility District Saddleback Communications Saint Paul Regional Water Services Salt Lake City Corporation San Angelo Water Utilities San Antonio Water System San Diego Gas & Electric San Jose Water Company Santa Buckley Energy Santa Cruz Municipal Utilities Santa Margarita Water District-SMWD Santee Cooper Sarasota County Environmental Services Sawnee EMC South Carolina Electric & Gas Sebring Gas System Inc. Second Taxing District Water Department Semco Energy Gas Company Sempra Energy Solutions SFPUC-Water Department, CA Shelby Township Dept of Public Works Sierra Pacific Power Company-NV Silverdale Water District # 16 Simplenet Skytel Southern Maryland Electric Cooperative Snapping Shoals EMC Snohomish County PUD South Bend Water Works South Central Power CO, OH South Jersey Gas Company South Louisiana Electric Cooperative Southern California Edison Southern California Gas Southwest Gas Corporation Southwestern VA Gas Company Spartanburg Water System Spectrum Utilities Solutions Spokane County Utilities Spokane County Water Dist #3 Spring Hill Water Works, TN Springfield Utility Board Springfield Water & Sewer Commission Sprint Salt River Project

St. Lucie West Services District Trussville Utilities Board, AL Suburban East Salem Water District Tucows Com Suburban Natural Gas Tucson Electric Power Company Suddenlink Tupelo Water & Light Dept Suez Energy Resources NA Turlock Irrigation District Suffolk County Water Authority - NY TXU Energy Summit Township Water Authority Tylex Inc./TX Sumter Electric Cooperative, Inc., UGI Energy Services, Inc. UGI Penn Natural Gas United Illuminating Company Surewest Sweetwater Authority United Power United Water Idaho T Mobile Tacoma Public Utilities United Water New Jersey/Harrington Taunton Municipal Lighting Plant United Water Pennsylvania TDS Telecom Unitil Concord Electric Company Tampa Electric Company Terrebonne Parish Consolidated USA Mobility UTE Water Conservancy District Utilities Inc. of Louisiana Texas Gas Service Utility Billing Services-AR The Illuminating Company Utility Payment Processing, Baton The Metropolitan District CT The Torrington Water Company Thoroughbred Village Valencia Water Company, CA VCCDD Utility Toledo Edison Vectren Energy Delivery Tombique Electric Power Assoc-Tupelo Verizon (BA) Town of Apex, NC Verizon (GTE) Verizon Online Town of Aurelius - Water & Sewer, Verizon Wireless Vermont Gas Systems, Inc. Town of Burlington, MA Village of Algonquin, IL Town of Cary, NC Village of Arlington Heights, IL Town of Collierville, TN Town of Cortlandt, NY Village of Bedford Park, IL Village of Bloomingdale, IL Town of Danvers, MA-Electric Village of Downers Grove, IL Division Village of Elmwood Park, IL Town of Dartmouth, MA Town of Foxborough, MA Village of Gurnee, IL Town of Gilbert, AZ Village of Matteson, IL Village of Niles, IL Town of Hanover, MA-Tax Collector Village of Norridge, IL Town of Manchester, CT Village of Nyack Water Dept., NY Town of Natick, MA Village of Schaumburg, IL Town of Plymouth, MA Village of Wellington, FL Town of Queen Creek Water, AZ Virginia Natural Gas Town of Salem, NH Vista Irrigation District Town of Schererville, IN Walnut Valley Water District Town of Vestal, NY - Utility Fund Town of Victor, NY Walton EMC PO Box 1347/260 Town of Wallkill, NY Warrington Township Water & Sewer Township of Freehold, NJ Dept. Township of Livingston, NJ Washington Gas Township of Roxbury, NJ Washington Suburban Sanitary Township of Wayne, NJ Commission Water Gas & Light Commission TPS Tri-County Electric Cooperative/TX Water Revenue Bureau, PA Trinsic Spectrum Business
Truckee Meadows Water Authority, NV WaterOne Wisconsin Electric Wisconsin Gas

West View Water Authority Westar Energy/KPL Western Allegheny County MUA Western Massachusetts Electric Westminster Finance - CO Wilkinsburg-Penn Joint Water Authority Williston Water Department Willmut Gas Company Windstream Wisconsin Public Service Corporation Withlacoochee River Electric Cooperative Wright-Hennepin Coop Electric Xcel Energy: Southwestern Public Service Yankee Gas Services Youngstown Water Dept., OH

#### Real Property Lessors

1030 W. North Avenue Bldg., LLC 120 Orchard LLC 1251 Fourth Street Investors, LLC 13630 Victory Boulevard LLC 1890 Ranch, Ltd 1965 Retail LLC 19th Street Investors, Inc. 36 Monmouth Plaza LLC 3725 Airport Boulevard, LP 380 Towne Crossing, LP 4 Newbury Danvers LLC 44 North Properties, LLC 444 Connecticut Avenue LLC 502-12 86th Street, LLC 5035 Associates, LP 601 Plaza, LLC 610 & San Felipe, Inc. 680 S. Lemon Avenue Company LLC 700 Jefferson Road Ii, LLC ADD Holdings, LP AAC Cross County Leasehold Owner, LLC Abercorn Common, LLP Abrams Willowbrook Three LP Acadia Realty Limited Partnership Accent Homes, Inc ACPG Management, LLC Advance Real Estate Management, LLC Agree Limited Partnership AIG Baker Deptford, LLC AIG Baker Hoover, LLC Alameda Associates Alexander's Of Rego Park Center, Alexandria Main Mall LLC Alliance - Rocky Mount, LLC

Almaden Plaza Shopping Center, Inc. Almeda-Rowlett Retail LP Almonesson Associates, LP Altamonte Springs Real Estate Associates, LLC Amargosa Palmdale Investments, LLC AMB Property, LP Amcap Arborland LLC Amcap Northpoint LLC American National Bank & Trust Company Of Chicago American National Insurance Company Amherst Industries, Inc. AMLI Land Development- I, LP Ammon Properties LLC AM REIT Texas Real Estate Investment Trust AR Investments, LP Arboretum of South Barrington LLC Ardmore Development Authority Argyle Forest Retail I, LLC Arho LP Arrowhead Net Lease, LP Arundel Mills Marketplace LP Atlantic Center Fort Greene Associates LP Avenue Forsyth LLC Avr Cpc Associates, LLC Awe-Ocala, Ltd. Bainbridge Shopping Center II LLC Baker Natick Promenade LLLC Barberio, Janet Bard, Ervin & Suzanne Barnes and Powers North LLC Basile LLC Basser - Kaufman 222, LLC Basser-Kaufman Inc. Battlefield Fe LP BBD Rosedale, LLC BC Portland Partners, Inc. Bear Valley Road Partners LLC & M Lantz LLC Beatson, William P. Jr. Becker Investment Company Becker Trust, LLC Bedford Park Properties, LLC Bel Air Square LLC Bella Terra Associates LLC Benderson Development Company Benderson Properties Inc. Benenson Columbus - OH Trust Berkshire West Berkshire-Amherst, LLC Berkshire-Hyannis, LLC BFLO-Waterford Associates, LLC BFW/Pike Associates, LLC BG Walker, LLC

Cardinal Capital Partners BK Properties LP Blank Aschkenasy Properties LLC Cardinal Court, LLC Building Retail 2007 LLC & Netarc Carlyle-Cypress Tuscaloosa I, LLC Carousel Center Company, LP Bl-NTY I, LLC Carriage Crossing Market Place, LLC Boise Towne Plaza LLC Carrollton Arms Bond CC. V Delaware Business Trust Catellus Development Corporation Bond CC II Delaware Business Trust Catellus Operating LP Bond CC III Delaware Business Trust CBC - Wilbur Properties Bond CC IV Delaware Business Trust CBL Terrace Limited Partnership Bond-Circuit II Delaware Business CC - Investors 1995-6 CC - Investors 1996-1 Bond-Circuit IV Delaware Business CC - Investors 1996-12 CC - Investors 1996-17 Bond-Circuit IX Delaware Business CC - Investors 1996-3 CC Brandywine Investors 1998 LLC Bond-Circuit V Delaware Business CC Colonial Trust CC Countryside 98 LLC Bond-Circuit VIII Delaware Business CC East Lansing 98 LLC CC Frederick 98 LLC Bond-Circuit X Delaware Business CC Ft. Smith Investors 1998 LLC CC Grand Junction Investors 1998 Bond-Circuit XI Delaware Business LLC CC Green Bay 98 LLC Trust CC Harper Woods 98 LLC Boulevard Associates CC Independence LLC
CC Indianapolis 98 LLC
CC Indianapolis LLC Boulevard North Associates, LP Boyer Lake Pointe, Lc BPP-Connecticutt LLC CC Investors 1995-1 BPP-Muncy LLC CC Investors 1995-2 BPP-Ny LLC CC Investors 1995-3 CC Investors 1995-5 CC Investors 1996-10 BPP-Oh LLC BPP-Redding LLC BPP-Sc LLC BPP-Va, LLC CC Investors 1996-14 BPP-Wb, LLC CC Investors 1996-6 CC Investors 1996-7 Brandywine Grande C, LP Bre, Louis Joliet, LLC CC Investors 1997-10 Briantree Property Association LP CC Investors 1997-12 Brick 70 LLC CC Investors 1997-2 Brighton Commercial LLC CC Investors 1997-3 Broadacre South LLC CC Investors 1997-CC Investors 1997CC Jackson 98 LLC
CC Kingsport 98 LLC
CC La Quinta LLC
CC Lafayette LLC
CC Madison LLC
CC Merrillville Trust Broadstone Crossing LLC BT Bloomington LLC Burbank Mall Associates LLC Burnham Pacific Properties By-Pass Development Company LLC CC. Hamburg NY Partners, LLC CJM. Management Company CC PhiladeLPhia 98 LLC CA New Plan Asset Partnership IV, CC Ridgeland 98 LLC CC Roseville, LLC Cafaro Governors Square Partnership CC Springs LLC Camelback Center Properties CC Wichita Falls 98 Trust CCC Realty, LLC Cameron Group Associates LLP Campbell Properties LP CCDC Marion Portfolio LP Cap Brunswick LLC CCI Louisiana Trust CCI Trust 1994-I Caparra Center Associates, S.E. Capital Centre LLC CC-Virginia Beach LLC

CDB Falcon Sunland Plaza LP Cedar Development, Ltd Centennial Holdings LLC Central Investments, LLC Central Park 1226, LLC Central Park Property Owners Association Centro Bradley Spe 7 LLC Centro Heritage County Line LLC Centro Heritage Innes Street LLC Centro Heritage UC Greenville LLC Centro Properties Group Centro Watt Century Plaza Development Corporation Cermak Plaza Associates LLC CFH Realty III/Sunset Valley LP Chalek Company LLC Chambersburg Crossing LP Chandler Gateway Partners LLC Chapel Hills - West LLC Chapman And Main Center Charbonnet Family Ltd et. al Charlotte (Archdale) UY LLC Chehalis Hawaii Partners LLC Chico Crossroads LP Chino South Retail PG LLC CHK LLC Cim/Birch St., Inc. Circuit Distribution - Illinois Circuit Il Corporation Circuit Investors - Fairfield, LP Circuit Investors - Vernon Hills, LP Circuit Investors - Yorktown, LP Circuit Investors #2 Ltd Circuit Investors #3 LP Circuit Investors #4 - Thousand Circuit Oklahoma Property Investor Circuit Pennslyvania Corporation Circuit Sports LP Circuit Tax Property Investors LP Circuitville LLC Citrus Park CC LLC City View Center LLC CK Richmond Business Services #2, Clairemont Square Clay Terrace Partners LLC Cleveland Towne Center LLC Coastal Way LLC Cobb Corners II LP Cofal Partners LP Cohab Realty LLC Coldwater Development LLC Cole CC Aurora Co, LLC

Cole CC Groveland Fl, LLC Cole CC Kennesaw Ga, LLC Cole CC Mesquite Tx, LLC Cole CC Taunton Ma, LLC Colonial Heights Holding, LLC Colonial Heights Land Association Colonial Square Associates LLC Colonnade LLC Colony Place Plaz, LLC Columbia Plaza Shopping Center Community Centers One LLC Compton Commercial Redevelopment Concar Enterprises Inc. Concord Mills LP Condan Enterprises LLC Congressional North Associates LP Continental 45 Fund LLC. Continental 64 Fund LLC Cortlandt B. LLC Cosmo-Eastgate, Ltd. Cottonwood Phase V LLC Coventry II DDR Buena Park Place LP Coventry II DDR Merriam Village LLC Covington Lansing Acquisition LLC CP Venture Two LLC Craig-Clarksville Tennessee LLC Crosspointe 08 A LLC Crossways Financial Associates LLC Crown CC 1 LLC CT Retail Properties Finance V LLC Cypress/Spanish Fort I LP Daly City Partners I LP Daniel G. Kamin Baton Rouge LLC Daniel G. Kamin Burlington LLC Daniel G. Kamin Elmwood Park LLC Daniel G. Kamin Flint, LLC Daniel G. Kamin Mcallen LLC Daniel G Kamin and Howard Kadish, Dartmouth Marketplace Associates Dayton Hudson Corporation DDR Southeast Loisdale LLC DDR Crossroads Center LLC DDR Family Centers LP DDR Highland Grove LLC DDR Homestead LLC DDR Horseheads LLC DDR Mdt Asheville River Hills DDR Mdt Fairfax Towne Center LLC DDR Mdt Grandville Marketplace LLC DDR Mdt Monaca Township Marketplace LLC DDR Mdt Union Consumer Square, LLC DDR Miami Ave LLC DDR Norte LLC, S.E.

EKLEC Co. Newco LLC DDR Southeast Cary LLC ELPF Slidell, LLC DDR Southeast Cortez, LLC Emporium on LBJ Owners Association DDR Southeast Culver City District Encinitas PFA, LLC DDR Southeast Dothan Outparcel, LLC DDR Southeast Highlands Ranch LLC Enid Two, LLC ERP of Midway, LLC DDR Southeast Olympia District Estate of Joseph Y. Einbinder DDR Southeast Rome LLC Evansville Developers LLC, G.B. DDR Southeast Snellville LLC Evergreen Mcdowell And Pebble Creek DDR Southeast Union LLC DDR Southeast Vero Beach LLC LLC DDR 1st Carolina Crossings South Excel Realty Partners LP Excel Westminster Marketplace, Inc. DDRA Arrowhead Crossing LLC F.R.O., LLC Ix Faber Bros., Inc DDRM Hilltop Plaza LP Fairfax Court LP DDRM Skyview Plaza LLC DDR-Sau Greenville Point LLC Fairview Heights Investors LLC DDR-Sau Wendover Phase II, LLC Fairway Centre Associate, LP DDRTC CC Plaza LLC Faram Muskegon LLC DDRTC Columbiana Station I LLC Farmingdale-Grocery LLC Fayetteville Developers LLC DDRTC Creeks at Virginia Center LLC FC Janes Park LLC DDRTC McFarland Plaza LLC FC Richmond Associates LP DDRTC Newnan Pavilion LLC DDRTC Southlake Pavilion LLC FC Treeco Columbia Park, LLC FC Wodbridge Crossing, LLC DDRTC Sycamore Commons LLC DDRTC T&C LLC Federal Realty Investment Trust DDRTC Walks at Highwood Preserve I Feil Organization, The FGP Company Fingerlakes Crossing LLC Decatur Plaza I, LLC Firecreek Crossing o Reno LLC Deerbrook Anchor Acquisition LLC First Berkshire Properties LLC Dematteo Management Inc. Dentici Family Limited Partnership FJL MVP LLC Derito Pavilions 140 LLC Flintlock Northridge LLC F&M Properties Desert Home Communities of Oklahoma, LLC Fogg-Snowville LLC Foothill Business Association DEV LP Foothill Pacific Towne Center Diamond Square LLC Forecast Danbury LP Dicker/Warmington Properties Dikeou, Deno P. Forest City Commercial Group LLC Forest City Ratner Company Dim Vastgoed, N.V. Fourels Investment Company DJD Partners LP DMC Properties, Inc. Fr/Cal Gouldsboro Property Holding Dollinger Lost Hills Associates Donahue Schriber Realty Group LP Friedland, Lawrence And Melvin FW CA Brea Marketplace LLC Dowel Conshohocken LLC G&S Livingston Realty Inc. Dowel-Allentown, LLC Gainesville Outdoor Advertising Doyle Winchester Properties, LLC Inc. Drexel Delaware Trust Galileo Apollo II Sub, LLC Drury Land Development Inc. Galileo CMBS T2 NC LP Durham Westgate Plaza Investors Galileo Freshwater/Stateline LLC LLC. Galileo Northeast LLC E&A Northeast LP Eagleridge Associates (Pueblo) LLC Galleria Partnership Galleria Plaza Ltd. East Gate Center V Garden City Center Eastchase Market Center LLC Eastland Shopping Center LLC Gateway Center Properties III, LLC Eastridge Shopping Center LLC Gateway Company LLC Gateway Woodside Inc. EEL Mckee LLC

GC Acquisition Corporation Geenen Dekock Properties LLC Generation H One and Two LP GGP Mall of Louisiana LP GGP-Steeplegate Inc. Gladwyne Investors, LP Glenmoor LP GMS Golden Valley Ranch LLC Goldsmith, Barbara L. Goodmill LLC Gould Livermore LLC Grand Hunt Center Oea Gravois Bluffs III LLC GRE Grove Street One LLC GRE Vista Ridge LP Greater Orlando Aviation Authority Greece Ridge LLC Greeley Shopping Center LLC Green 521 5th Avenue LLC Green Acres Mall LLC Greenback Associates Greenwood Point LP GRI-EQY (Sparkleberry Square) LLC GS Erie LLC GS II Brook Highland LLC Gunning Investments, LLC Hallaian Brothers Hamilton Chase Santa Maria LLC Hamilton Crossing I LLC Hampden Commons Condominium Association Hannon Ranches Ltd Hanson Industries Inc. Harold and Lucille Chaffee Trust Hart Kings Crossing LLC Hartman 1995 Ohio Property Trust Harvest/NPE LP Havden Meadows JV Hayward 880, LLC Heritage Property Investment LP Heritage-Lakes Crossing LLC Hickory Hollow Development Inc. Hickory Ridge Pavilion LLC Highlands Ranch Community Association HIP Stephanie, LLC HK New Plan Covered Sun LLC HK New Plan EPR Property Holdings HK New Plan Exchange Property Owner II LP HKK Investments Hollingsworth Capital Partners -Intermodal, LLC Holyoke Crossing LP II Home Depot USA Inc. Hoprock Limonite LLC

Howland Commons Partnership HRI/Lutherville Station LLC Hudson Realty Trust Huntington Mall Company HV Covington LLC HWR Kennesaw LLC I-10/Bunker Hill Associates, LP I-93 Somerville LLC Iannucci Development Corporation Immobilien Verwaltung GMBH Indian River Mall Inland American Chesapeake Crossroads LLC Inland American Oklahoma City Penn, LLCInland American Retail Management Inland Commercial Property Management Inc. Inland Us Management LLC Inland Western Austin Southpark Meadows II LP Inland Western Cedar Hill Pleasant Run LP Inland Western College Station Gateway II, LP Inland Western Columbus Clifty LLC Inland Western Houma Magnolia LLC Inland Western Lake Worth Towne Crossing Inland Western Lewisville Lakepointe LP Inland Western McDowell LLC Inland Western Oswego Gerry Centennial LLC Inland Western Richmond Mayland LLC Inland Western San Antonio Hq LP Inland Western Southlake Corners LP Inland Western Sugar Land Colony LP Inland Western Temecula Commons LLC Inland Western West Mifflin Century III District Intergrated Real Estate Services LLC International Speedway Square Ltd Interstate Augusta Properties LLC Investors Brokerage Inc. Irish Hills Plaza West II LLC Irvine Company LLC Irving Harlem Venture LP J&F Enterprises Jaffe of Weston II Inc. Janaf Crossings, LLC Jantzen Dynamic Corporation Jefferson Mall Company II LLC JKCG LLC Johnson City Crossing (Delaware) LLC Johnstown Zamias LP

Jubilee-Springdale LLC Jurupa Bolingbrook LLC JWC/Loftus LLC K&G/Dearborn LLC. Kamin Realty Co Karns Real Estate Holdings II, LLC Katy Mills Mall LP KB Columbus I-CC KC Benjamin Realty LLC K E - Athens LLC Kendall-77 Ltd. Kentucky Oaks Mall K-Gam Broadway Craycroft LLC Kimco Acadiana 670 Inc. Kimco Arbor Lakes S.C., LLC Kimco Pk LC Kimco Realty Corporation KIR Amarillo LP KIR Arboretum Crossing LP KIR Augusta I 044 LLC KIR Piers 716 LLC Kite Coral Springs LLC Knoxville Levcal LLC KNP Investments Kobra Properties Kolo Enterprises Kramont Vestal Management LLC KRG Market Street Village LP Kroustalis Investment Krupp Equity Limited Partnership KSK Scottsdale Mall LP L. Mason Capitani Propety & Asset Mgmt. Inc La Cienega-Sawyer Ltd. La Frontera Village LP La Habra Imperial LLC Landing at Arbor Place LP, The Landings Management Association Landman, Deborah, Eli Landman, Zoltan Schwartz & Anna Schwartz Laredo/MDN II LP Larry J. Rietz, MP, LLC Las Vegas Land and Development Company LLC LB Commercial Mortgage Trust Series LC White Plains Retail LLC Lea Company League City Towne Center Ltd Leben, Robert L. & Mary C. Lester Development Corporation Lexington Corporate Properties Inc. Lexington Lion Weston I LP Lincoln Plaza Associates LP Lincoln US Properties LP Linden Business Center Association Little Britain Holding, LLC

Loop West LLC Louis Joliet Shoppingtown LP Lucknow Associates Lufkin Gkd Partner, LP M & M Berman Enterprises MIA Brookhaven LLC Macerich Lakewood LLC Macerich Vintage Fair LP Macy's Central Madison Waldorf LLC Magna Trust Company Main Street At Exton LP Mall at Gurnee Mills LLC Mall at Valle Vista LLC Mall of Georgia LLC Mallview Plaza Company Ltd. Manco Abbott OEA Inc. Mansfield Seq 287 and Debbie Ltd. Manteca Stadium Park LP Marco Portland General Partnership Market Heights Ltd Marlton VF, LLC Mass One LLC Mayfair - MDCC Business Trust MB Fabyan Randall Plaza Batavia LLC MB Keene Monadnock LLC McAlister Square Partners Ltd MD-GSI Associate, LLC MDS Realty II, LLC Meacham Business Center LLC Meadowbrook Village LP Melbourne-JCP Associates Ltd. Melville Walton Hone, Trustee Of Hone Family Memorial Square 1031 LLC Meridian Village LLC Metro Center LLC Meyerland Plaza (De) LLC MHW Warner Robins LLC Mibarev Development I LLC Mid US LLC Mid-America Asset Management Milford Crossing Investors LLC Millman 2000 Charitable Trust Millstein Industries LLC MK Kona Commons LLC Mobile KPT LLC Monrovia Marketplace LLC Montclair Plaza LLC Monte Vista Crossings, LLC Montevideo Investments, LLC Montgomery Towne Center Station, Morgan Hill Retail Venture LP Morris Bethlehem Associates LP Morrison Crossing Shopping Center Mount Berry Square LLC

Mr Keene Mill 1 LLC Msf Eastgate-I LLC Myrtle Beach Farms Company Inc. Nap Northpoint LLC National Retail Properties, LP Nazario Family Partnership Necrossgates Commons Newco, LLC Nevada Investment Holdings, Inc. New Plan Excel Realty Trust New Plan of Memphis Commons, LLC New River Properties NMC Stratford LLC North Attleboro Marketplace II LLC North Hill Centre, LLC North Plainfield VF LLC Northcliff Residual Parcel 4 LLC Northern Trust Bank of California Northwoods LP Novogroder/Abilene LLC NP Huntsville LLC NP I&G Conyers Crossroads LLC NP/SSP Baybrook LLC NPP Development LLC Oak Hollow Mall Oates, Marvin L. OLP 6609 Grand LLC OLP CC Ferguson LLC OLP CC Florence LLC OLP CC Antioch LLC OLP CC Fairview Heights LLC OLP CC St.Louis LLC One Liberty Properties Orangefair Marketplace LLC Orion Alliance Group LLC Orland Town Center Shopping Center OTR PL Mesa Pavilions LLC P/A Acadia Pelham Manor LLC PA 73 South Association Pace-Brentwood Partners LLC Pacific Carmel Mountain Holdings LP Pacific Castle Groves LLC Pacific Harbor Equities LLC Pacific/Youngman-Woodland Hills Paige Exchange Corporation Palm Springs Mile Associates Ltd. Palmetto Investors LLC Pan Am Equities Inc. Panattoni Development Company LLC Pappas Gateway LP Paragon Affiliates Parkdale Mall Associates LP Parkdale Village LP Parker Bullseye LLC Parker Central Plaza, Ltd. Parks at Arlington LP Parkside Realty Associates, LP

Parkway Centre East LLC Parkway Plaza LLC Parkway Terrace Properties Inc. Paskin, Marc Peikar Muskegon LLC Plantation Point Development LLC Plaza at Jordan Landing LLC Plaza Las Americas, Inc Plaza Las Palma, LLC Plazamill LLP Plymouth Marketplace Condominium Assoc., Inc. Point West Investors II Polaris Circuit City LLC Pond Road Associates Port Arthur Holdings III Ltd. Potomac Festival II Potomac Run LLC PR Beaver Valley LP Prattcenter LLC Preit Services LLC PRGL Paxton LP Prince George's Station Retail LLC Principal Real Estate Holding Company LLC Priscilla J. Rietz LLC Promventure LP Property Management Support Inc. Provo Group, The PRU Desert Crossing V LLC Prudential Insurance Company Of America Puente Hills Mall LLC Ramco West Oaks I LLC Ramco-Gershenson Properties LP Rancon Realty Fund IV Subsidiary LLC Ray Mucci's Inc. Raymond and Main Retail LLC RB-3 Associates RD Bloomfield Associates LP Realty Income Corporation Rebs Muskegon LLC Red Mountain Retail Group Red Rose Commons Condominium Association Redtree Properties LP Regency Centers LP Regency Petaluma LLC Reiff & Givertz Texas Prop LLC Remount Road Associates LP Richland Town Centre LLC Ricmac Equities Corporation Rio Associates LP Robinson, Donald RREEF America REIT II Corporation VVV

RVIP Valley Central LP Shelby Town Center I LLC Shelbyville Road Plaza LLC Sherwood Properties LLC Shoppes At River Crossing, LLC Shoppes Of Beavercreek LLC Short Pump Town Center LLC Sierra Lakes Marketplace LLC Sierra North Associates LP Sigmund Sommer Properties Signal Hill Gateway LLC Signco Inc. Silverdale K-Four Silverstein, Raymond - Trustee Simon Debartolo Group LP Simon Property Group Simon Property Group Texas LP Simvest Real Estate II LLC Sinay Family LLC And Trust Sir Barton Place, LLC Site A LLC SJ Collins Enterprises LLC Goodman Enterprises, LLC SM Newco Hattiesburg LLC Somerville Saginaw LP Sonnet Investments LLC South Padre Drive LP South Shields #1 Ltd. Southhaven Center II LLC Southland Acquisitions LLC Southland Center Investors LLC Southland Investors LP Southroads LLC Southwestern Albuquerque LP Southwind Ltd. Sparks Galleria Investors LLC SPG Arbor Walk LP SPG Independence Center LLC SPG Tennessee LP Spitzer Family Investments LLC Spring Hill Development Partners GP St. Indian Ridge LLC St. Louis Mills LP St. Cloud Associates St. Tammany Oaks Subdivision Association LLC Stapleton North Town LLC Star Universal LLC Station Landing, LLC Stop & Shop Supermarket Company LLC Stor-All New Orleans LLC Suemar Realty Inc. Sullivan Crosby Trust Sunrise Plantation Properties LLC Swanblossom Investments LP Swedesford Shopping Center Acquisition LLC

Sweetwater Associates LP SWQ 35/Forum Ltd. T And T Enterprises LP Taft Corners Associates Inc. Tam Stockton LLC Tamarack Village Shopping Center LP Tanglewood Park LLC Tanurb Burnsville LP Target Corporation Taubman Auburn Hills Associates LP Taunton Depot LLC Taylor Retail Center Teachers Insurance & Annuity Assoc.Of Amer. Team Retail Westbank Ltd Ten Pryor Street Building Ltd. Teplis, Nathan; Dr. Paul Teplis; Mrs. Belle Teplis; & Frank Terra Enterprises Terranomics Crossroads Associates The Cafaro Northwest Partnership The City Of Portfolio TIC LLC The Marketplace Of Rochester Hills Parcel B LLC The Macerich Company The Shoppes At Schererville LLC The Shops At Kildeer The Village At Rivergate LP THF Chesterfield Two Development LLC THF Clarksburg Development One THF Harrisonburg Crossings LLC THF Onc Development LLC THF St. Clairsville Parcel C.C. Development LLC Thoroughbred Village GP TIS Equities IX LLC TKG Coffee Tree LP TMW Weltfonds Rolling Acres Plaza Torrance Towne Center Associates Torrington Triplets LLC Tourbillon Corporation Tower Center Associates Town Square Plaza Towson VF LLC Traverse Square Company Ltd. TRC Associates LLC Triangle Equities Junction LLC Trout, Jerome B. Jr. Trout, Segall Trumbull Shopping Center #2 LLC Trustees Of Salem Rockingham LLC TSA Stores, Inc. TUP 430 Company LLC Turnberry Lakes Business Center Turtle Creek Partners LLC

Tutwiler Properties Ltd. Twin Ponds Development LLC Tysons 3 LLC Tysons Corner Holdings LLC U.K. - American Properties Inc. U.S. 41 & I-285 Company Uncommon Ltd. Urbancal Oakland II LLC UTC I LLC Valencia Marketplace I LLC Valley Corners Shopping Center LLC Valley View S.C. LLC Van Ness Post Center LLC Ventura In Manhattan Inc. Vestar Arizona XXXI LLC Vestar QCM LLC Village Square I L.P. Village Walk Retail LP Viwy IP VNO Mundy Street LLC VNO Tru Dale Mabry LLC Vornado Caquas LP Vornado Finance LLC Vornado Gun Hill Road LLC Vornado Realty Trust W&D - Imperial No. 1/Norwalk W&S Associates LP W/S Stratford LLC Waco Investment Group Wal-Mart Stores East LP Walton Hanover Investors V LLC Walton Whitney Investors V LLC Washington Green TIC Washington Place Associates LP Washington Re Investment Trust Water Tower Square LP Watercress Associates LP Watkins Houston Investments LP Wayside Commons Investors LLC WCC Properties LLC WEA Gateway LLC Weberstown Mall LLC WEC 96D Appleton-1 Investment Trust WEC 96D Niles Investment WEC 96D Springfield-1 Investment WEC 97G-Syracuse Investment Trust WEC 99-3 LLC WEC 99A-2 LLC WEC 99A-1 LLC Weingarten Miller Sheridan LLC Weingarten Nostat Inc. Weingarten Realty Investors Welsh Companies Inc. Wendover South Associates LP West Campus Square LP West Oaks Mall LP

Westfork Owners Association Westgate Village LLC Westlake Limited Partnership Wheaton Plaza Regional Shopping Center Whitestone Development Partners A LPWhitestone REIT Wilmington Trust Company Windsail Properties LLC WMI/MPI Business Trust Woodland Trustees Inc. Woodlands Corporation, The Woodmont Sherman LP Worldwide Property Management Inc. WRI Overton Plaza LP WRI Camp Creek Marketplace Ii, LLC WRI Lakeside Marketplace LLC WRI Seminole Marketplace LLC WXIII/PWN Real Estate LP

#### Sublessees

\$1.00 Stuff Inc. Academy Alliance LLC Adams Outdoor Advertising Advance Auto Parts American Outdoor Advertising Arc International Corporation Autozone Northeast Inc. Baby Superstore, Inc. Blockbuster Inc. Books A Million Borders Inc. Carmax Business Services LLC Casto CEC Entertainment, Inc. Chapman & Main Charlie Brown's Steakhouse Children's Discovery Centers of America Circuit Sports LP Consolidated Stores Corporation Dan's Big & Tall Shop Inc. Designs CMAL Retail Store Inc. DHL Global Business Services Dick's Sporting Goods Inc. Dollar General Corporation Dollar Tree Stores Inc. Don Sherwood Golf Inc. Edwin Watts Golf Shop Empire Education Group Entertainmart-Preston Rd LLC Eyecare Discount Optical Inc. Eynon Furniture Outlet Inc. Fabri-Centers of America Inc. Food Lion LLC Forecast Danbury LP

GE Transportation Systems Golf Galaxy Golfsmith International LP Great Golf Inc. Guitar Center Stores Inc. Homans Associates Inc. Hughes MRO Ltd. Huntington National Bank Inkeeper Properties Inc. International House Of Pancakes JR Furniture USA Inc. Joelle Inc. JP Morgan Chase Bank K&G Men's Company Inc. Katz Lakeshore Equipment Company La-Z-Boy Showcase Shoppes Lifeway Christian Resources Maggiano's/Corner Bakery Holding Corporation Mall of Decoration Inc. Martin, Paul T. Mayland Cam Modernage Inc. Mor Furniture For Less MRV Wanamaker LLC New Avenues Lease Ownership LLC New Colorado Daily, Inc. North South Partner, LLC O'Charleys, Inc. OK Apple Inc. Oklahoma Gold Realty LLC Oklahoma Goodwill Industries, Inc. Orthodontic Centers of Virginia Inc. Peak Place Holdings, LLC Pork Place Pot Luck Enterprises Inc. Price Chopper Operating Company Prosound Music Centers Inc. Ouantum Fine Casework Inc. Quarterdeck Corporate Office Raymund Garza Remington Seeds LLC Restoration Ministries Ruby Tuesday's Salem Farm Realty Trust Salom Sons Inc. Sam Ash Megastores, LLC Schiavone, Daniel Sky Bank Solo Cup Company Staples, The Office Superstore Inc. The Auto Toy Store Inc. The Floor Store Inc. The Julia Christy Salon Inc. The Pep Boys

The Sports Authority The TJX Operating Companies Tire Kingdom, Inc. Topline Appliance Depot Inc. Toys R US Inc. Trader Joe's Company Truong, Se and Ly Tru Properties Inc. TVI Inc. Viacom Outdoor Visionary Retail Management Waterbed Emporium of California West Marine Products Inc. Winchester Fun Expedition Corporation Wired Management LLC Workforce Central Florida

#### Personal Property Lessors

Avaya Financial Services
GE Fleet Services
IBM
Hewlett Packard
Service Power
Toshiba

# Banks Utilized in the Company's Cash Management System

American Savings AmSouth Bancorporation Banco Popular Bank of America CRP Securities, LLC Chase Bank CRP Securities Fifth Third Bank Fifth Third Securities JP Morgan Securities Inc Lehman Brothers Merrill Lynch Global Institutional Advisory Division RBC Dain Rauscher SunTrust UBS Financial Services, Inc. Wachovia Bank & Securities Wells Fargo

#### Liquidators

Gordon Brothers Retail Partners LLC Great American Group Hilco Merchant Resources LLC Hudson Capital Partners LLC SB Capital Group LLC Tiger Capital Group LLC

#### <u>Litigation Counterparties</u> Alicea, Ada

Audiobahn Banker, Michael Booker, Jamal Dealtree DiPirro, Michael Donnelly, Kenneth Federal Communications Commission Foss, Andrew Harris, William Holloman, Latia Ibrahim, Betty Internal Revenue Service Iowa AG JP Morgan Chase Keystone Automotive Industries Kobra Properties Mad Rhino Maria Moncayo (class action) Massachusetts Department of Revenue Mastercard Micro Electronics Millennium Retail Partners Monster Cable Moxley, Donald Murphy, Christopher RealSource Roberty Gentry (class action) Securities and Exchange Commission Snow, Christopher State of Iowa Temple, Floyd Edward Jr. Tennesee Department of Revenue Unical Visa Voegtle, Clayton P. Weidler, Daniel

# Restructuring and Other Professionals

Bingham McCutchen LLP
Ernst & Young
FTI Consulting Inc.
Goldman, Sachs and Company
Kirkland & Ellis LLP
Kurtzman Carson Consultants LLC
LeClairRyan
McGuireWoods, LLP
Ogilvy Renault LLP
Osler, Hoskin & Hardcourt LLP
Rothschild, Inc.
Schulte Roth & Zabel LLP
Wilmer, Cutler, Pickering Hale, &
Dorr LLP

# U.S. Trustee's Office - Region 4 Bove, Frank J. Conlon, Debera F.

Davis, Martha
Early, Dennis J.
Frankel, Jack I.
Franklin, Shannon D.
McDow, W. Clarkson.
Van Arsdale, Robert
Weschler, Cecelia A.
Whitehurst, Kenneth N. III

# District Court Judges (Eastern District

of Virginia)
Anderson, John F.
Brinkeman, Leonie M.
Buchanan, Theresa C.
Cacheris, James C.
Davis, Ivan D.
Ellis, T.S. III
Hilton, Claude M.
Jones, T. Rawles Jr.
Lee, Gerald Bruce
O'Grady, Liam

# Bankruptcy Court Judges (Eastern District of Virginia)

Adams, David H.
Huennekens, Kevin R.
Mayer, Robert
Mitchell, Stephen S.
St. John, Stephen C.
Shelley, Blackwell N.
Tice, Douglas O. Jr.

#### Creditors or Other Interested Parties

Circuit City Stores, Inc. Foss, Michael E. Kelly, John J. AON Bank of America Fifth Third Bank General Electric JPMorgan Chase Bank UBS Wachovia Wells Fargo Apple Hewlett-Packard Sony Electronics Inc. Sony American Express Chase Bank, USA Discover Card Mastercard American Home Assurance Company Chubb Federal Insurance Company Lexington Insurance Company National Union Fire Insurance Company Assurant Inc. T&TA Chesapeake Utilities Comcast Connecticut Light & Power Consumers Energy DTE Energy Frontier Gas South Granite Telecommunications Greystone Power Corporation Insight Lee County Electric Cooperative MCI Memphis Light, Gas & Water Division Metro NStar

Pacific Gas & Electric

San Diego Gas & Electric Salt River Project T Mobile TPS Verizon Wisconsin Electric Federal Realty Investment Trust Home Depot Prudential Insurance Company of America Wilmington Trust Company Borders Inc. CEC Entertainment, Inc. Huntington National Bank The Sports Authority Toys R Us Inc. Service Power Banco Popular Chase Bank Lehman Brothers Suntrust Harris, William Internal Revenue Service Micro Electronics Visa Bingham McCutchen LLP Ernst & Young FTI Consulting Inc.